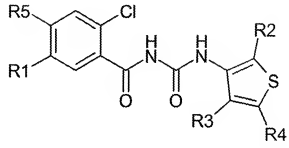
We claim:

1 (currently amended). A compound of formula I



I

wherein

R5 is F, Cl or Br;

R1 is H, F, Cl or Br;

R2 is ~~H, F, Cl, Br, $(C_1$-$C_6)$-alkyl,~~ CF_3, OCF_3, NO_2, [[CN,]] O-$(C_1$-$C_6)$-alkyl, CO-$(C_1$-$C_6)$-alkyl, COOH, ~~$COO(C_1$-$C_6)$-alkyl,~~ $CONH_2$, $CONH(C_1$-$C_6)$-alkyl, $CON((C_1$-$C_6)$-alkyl$)_2$, SO_2-$(C_1$-$C_6)$-alkyl, or the A radical;

R3 is H, $(C_1$-$C_6)$-alkyl, $COO(C_1$-$C_6)$-alkyl, SO_2-$(C_1$-$C_6)$-alkyl, $(C_1$-$C_6)$-alkyl-phenyl, phenyl, SO_2-phenyl, wherein the phenyl rings of said $(C_1$-$C_6)$-alkyl-phenyl, phenyl and SO_2-phenyl groups are optionally mono- or disubstituted by F, Cl, CN, OH, $(C_1$-$C_6)$-alkyl, O-$(C_1$-$C_6)$-alkyl, CF_3, OCF_3, COOH, $COO(C_1$-$C_6)$-alkyl or $CONH_2$;

R4 is H, $(C_1$-$C_6)$-alkyl, $COO(C_1$-$C_6)$-alkyl, SO_2-$(C_1$-$C_6)$-alkyl, SO_2-piperidinyl, SO_2-piperazinyl, $(C_1$-$C_6)$-alkylphenyl,

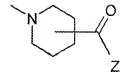
wherein said SO_2-piperidinyl and SO_2-piperazinyl groups and the phenyl ring of said $(C_1$-$C_6)$-alkylphenyl group are optionally mono- or disubstituted by F, Cl, CN, OH, $(C_1$-$C_6)$-alkyl, O-$(C_1$-$C_6)$-alkyl, CF_3, OCF_3, COOH, $COO(C_1$-$C_6)$-alkyl or $CONH_2$;

A is a heterocyclic radical of the formula 2a, 2b, 2c or 3;

2a

2b

2c



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X is O or NH;

Y is OH or NH_2;

Z is OH, O(C_1-C_6)-alkyl, NH_2, NH(C_1-C_6)-alkyl or N((C_1-C_6)-alkyl)$_2$;

and pharmaceutically acceptable salts thereof.

2. (Currently amended) The compound of Claim 1, wherein

R5 is F, Cl or Br;

R1 is H or F;

R2 is ~~H, F, Cl, Br, (C_1-C_6)-alkyl,~~ CF_3, OCF_3, NO_2, [[CN,]] O-(C_1-C_6)-alkyl, CO(C_1-C_6)-alkyl, COOH, ~~COO(C_1-C_6)-alkyl,~~ $CONH_2$, CONH(C_1-C_6)-alkyl, CON((C_1-C_6)-alkyl)$_2$, SO_2-(C_1-C_6)-alkyl, or the A radical;

R3 is H, (C_1-C_6)-alkyl, COO(C_1-C_6)-alkyl, SO_2(C_1-C_6)-alkyl, (C_1-C_6)-alkylphenyl, phenyl, SO_2-phenyl, wherein the phenyl rings of said (C_1-C_6)-alkylphenyl, phenyl and SO_2-phenyl groups are optionally mono- or disubstituted by F or Cl;

R4 is H, (C_1-C_6)-alkyl, COO(C_1-C_6)-alkyl, SO_2-(C_1-C_6)-alkyl, SO_2-piperidinyl, SO_2-piperazinyl, (C_1-C_6)-alkylphenyl,

wherein said SO_2-piperidinyl and SO_2-piperazinyl groups and the phenyl ring of said (C_1-C_6)-alkylphenyl group are optionally mono- or disubstituted by F, Cl, CN, OH, (C_1-C_6)-alkyl, O-(C_1-C_6)-alkyl, CF_3, OCF_3, COOH, COO(C_1-C_6)-alkyl or $CONH_2$;

A is a heterocyclic radical of the formula 2a, 2b or 2c;

2a

2b

2c

X is O or NH;

Y is OH or NH_2;

Z is OH;

and pharmaceutically acceptable salts thereof.

3. (Currently Amended) The compound of Claim 2, wherein

R5 is F;

R1 is F;

R2 is COOH, ~~COO(C_1-C_6)-alkyl,~~ $CONH_2$, CONH(C_1-C_6)-alkyl, CON((C_1-C_6)-alkyl)$_2$, or the A radical;

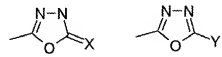
R3 is H, (C_1-C_6)-alkyl, COO(C_1-C_6)-alkyl, SO_2(C_1-C_6)-alkyl, (C_1-C_6)-alkyl-phenyl, phenyl, SO_2-phenyl,

wherein the phenyl rings of said (C_1-C_6)-alkylphenyl, phenyl and SO_2-phenyl groups are optionally mono- or disubstituted by F;

R4 is H, (C_1-C_6)-alkyl, COO(C_1-C_6)-alkyl, SO_2-(C_1-C_6)-alkyl, SO_2-piperidinyl, SO_2-piperazinyl, (C_1-C_6)-alkylphenyl,

wherein said SO_2-piperidinyl and SO_2-piperazinyl groups and the phenyl ring of said (C_1-C_6)-alkylphenyl group are optionally mono- or disubstituted by by F or (C_1-C_6)-alkyl;

A is a heterocyclic radical of the formula 2a or 2b;



2a 2b

X is O or NH;

Y is OH or NH_2;

and pharmaceutically acceptable salts thereof.

4. (Original) A pharmaceutical composition comprising a compound of Claim 1 and a pharmaceutically acceptable carrier.

5. (Original) The pharmaceutical composition of Claim 4 further comprising one or more additional active ingredients.

6. (Original) The pharmaceutical composition of Claim 5 wherein said additional active ingredient is selected from the group consisting of antidiabetics, hypoglycemic active ingredients, HMG-CoA reductase inhibitors, cholesterol absorption inhibitors, PPAR gamma agonists, PPAR alpha agonists, PPAR alpha/gamma agonists, fibrates, MTP inhibitors, bile acid absorption inhibitors, CETP inhibitors, polymeric bile acid adsorbents, LDL receptor inducers, ACAT inhibitors, antioxidants, lipoprotein lipase inhibitors, ATP-citrate lyase inhibitors, squalene synthetase inhibitors, lipoprotein(a) antagonists, lipase inhibitors, insulins, sulfonylureas, biguanides, meglitinides, thiazolidinediones, α-glucosidase inhibitors, active ingredients acting on the ATP-dependent potassium channel of the beta cells, CART agonists, NPY agonists, MC4 agonists, orexin agonists, H3 agonists, TNF agonists, CRF agonists, CRF BP antagonists, urocortin agonists, β3 agonists, MSH (melanocyte-stimulating hormone) agonists, CCK agonists, serotonin reuptake inhibitors, mixed serotoninergic and noradrenergic compounds, 5HT agonists, bombesin agonists, galanin antagonists, growth hormones, growth hormone-releasing compounds, TRH agonists, uncoupling protein 2 or 3 modulators, leptin agonists, DA agonists (bromocriptine, Doprexin), lipase/amylase inhibitors, PPAR modulators, RXR modulators or TR-β agonists or amphetamines.

7. (Original) A method of reducing blood sugar comprising administering to a patient in need thereof a compound of Claim 1.

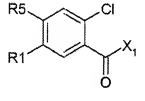
8. (Original) A method of treating type II diabetes comprising administering to a patient in need thereof a compound of Claim 1.

9. (Original) A method of treating lipid and carbohydrate metabolism disorders comprising administering to a patient in need thereof a compound of Claim 1.

10. (Original) A method of treating arteriosclerotic symptoms comprising administering to a patient in need thereof a compound of Claim 1.

11. (Original) A method of treating insulin resistance comprising administering to a patient in need thereof a compound of Claim 1.

12. (Original) A process for preparing a compound of Claim I, which comprises reacting ureas of the formula 5 with benzoic acid derivatives of the formula 4



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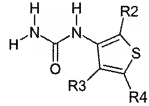
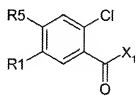


5

wherein R1 to R5 are each as defined in formula I of Claim 1 and X1 is Cl.

13. (Original) A process for preparing a compound of Claim I, which comprises reacting 3-aminothiophene derivatives of the formula 6 with a benzoic acid derivative of the formula 4



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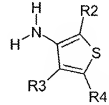

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wherein R1 to R5 are each as defined in formula I of Claim 1 and X1 is NCO.